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in its capacity as Receiver for Rocket Ventures II SBIC,
LP

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

UNITED STATES OF AMERICA,

Plaintiff,

vs.

ROCKET VENTURES II SBIC, LP,

Defendant.

Case No. C08-02240 JSW

**ORDER MODIFYING STAY OF
PROCEEDINGS FOR LIMITED
PURPOSE**

This matter comes before the Court on the motion for an order modifying the stay of proceedings for a limited purpose filed by the U. S. Small Business Administration (“SBA”) as Receiver (“Receiver”) for Rocket Ventures II SBIC, LP (“Rocket SBIC”). After reviewing the pleadings,

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IT IS HEREBY ORDERED,

1. The Receiver's Motion to reopen this case and to partially lift the blanket judicial injunction and stay against the commencement of civil legal proceedings of any nature involving Rocket SBIC, for a limited purpose, is **GRANTED**; and

THE COURT FINDS THAT:

1. The Receiver is charged with pursuing and preserving all claims and assets of Rocket SBIC.

2. The relief proposed by the Receiver in its Motion filed herein is reasonable, necessary and in the best interest of the Rocket SBIC Receivership Estate.

3. The Receiver has by sworn declaration indicated that certain individuals or entities have not fully tendered their full capital contributions to Rocket SBIC or the Rocket SBIC Receivership Estate. Specifically identified are Rocket Ventures II, L.P. ("RVII"), Rocket Ventures II CEO Fund, L.P. ("CEO Fund"), and Rocket Ventures SBIC Partners, LLC ("SBIC Partners") (collectively, "Defendants").

4. Further investigation may reveal potential claims against the limited partners of RVII and CEO Fund ("Class B Limited Partners").

IT IS HEREBY ORDERED AND DECREED THAT:

1. The blanket judicial injunction and stay previously imposed in this proceeding by the Court's Stipulation for Consent Order of Receivership filed September 4, 2008 ("Consent Order") is hereby partially lifted for the limited and sole purpose of authorizing the Receiver to commence separate litigation in this Court against the Defendants, and to the extent continuing investigation and discovery provide a basis in the judgment of the Receiver, against the Class B Limited Partners, and to take all steps necessary to collect on the obligation of each Defendant, its assignee or successor, and Class B Limited Partner, its assignee or successor, to pay its unfunded capital commitment, without further prior order of this Court.

2. The Receiver is authorized, upon entry of this Order, to file a separate Complaint in the United States District Court for the Northern District of California against any or all of the following, their assignees and successors, and to serve process including but not limited to:

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- (a) Rocket Ventures II, L.P. ("RVII");
- (b) Rocket Ventures II CEO Fund, L.P. ("CEO Fund");
- (c) Rocket Ventures SBIC Partners, LLC ("SBIC Partners");
- (d) Other subsequently discovered limited partners or general partners of Rocket SBIC with unfunded capital contributions owed or owing to Rocket SBIC that the Receiver determines upon due diligence and discovery; and
- (e) Class B Limited Partners, to the extent the continuing investigation and discovery provide a basis in the judgment of the Receiver. The Receiver is authorized to prosecute claims against any Class B Limited Partners by amendment to Complaint against the Defendants without further order of this Court, should the Receiver's continuing investigation and discovery reveal a basis for such claims after a Complaint is filed pursuant to this Order.


3. The Receiver is further authorized to prosecute its causes of action against each of the Defendants, their assignees or successors in each case, and to the extent continuing investigation and discovery provide a basis in the judgment of the Receiver, against any Class B Limited Partner, in this Court, and to take all steps necessary to collect on the obligation of each Defendant, its assignee or successor, and Class B Limited Partner, its assignee or successor, to pay its unfunded capital commitment to Rocket SBIC, without further prior order of this Court.

4. Except as specifically modified herein, the judicial injunction and stay previously imposed in this proceeding remain in full effect.

5. This case is now administratively closed. The Receiver may move to re-open the case for appropriate post-judgment relief at a later time. The Clerk shall close the file and terminate any pending matters.

6. The Receiver is ordered to serve a copy of this Order on each Claimant at its last known address, via first class mail, postage prepaid, and to file a Certificate of Service with the Clerk of this Court.

Dated: September 2, 2010


 HONORABLE JEFFREY S. WHITE
 UNITED STATES DISTRICT JUDGE